

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

RTI HOLDING COMPANY, LLC,¹

Debtors.

Chapter 11

Case No. 20-12456 (JTD)

(Jointly Administered)

Ref. Docket No. 783

**ORDER AUTHORIZING DEBTORS TO FILE UNDER SEAL
CERTAIN INFORMATION CERTAIN INFORMATION CONTAINED IN EXHIBIT 1
TO THE DECLARATION OF ALAN JOHNSON IN SUPPORT OF THE MOTION FOR
AN ORDER (I) APPROVING KEY EMPLOYEE INCENTIVE PLAN FOR SENIOR
LEADERSHIP EMPLOYEES; (II) APPROVING KEY EMPLOYEE RETENTION
PLAN FOR PARTICIPATING NON-INSIDER EMPLOYEES;
AND (III) GRANTING RELATED RELIEF**

Upon the Motion (the “Motion to Seal”)² of RTI Holding Company, LLC and its debtor affiliates, as debtors and debtors in possession (collectively, the “Debtors”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”) seeking entry of an order (this “Order”),

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor’s U.S. tax identification number are as follows: RTI Holding Company, LLC (4966); Ruby Tuesday, Inc. (5239); Ruby Tuesday, LLC (1391); RTBD, LLC (6505); RT of Carroll County, LLC (8836); RT Denver Franchise, L.P. (2621); RT Detroit Franchise, LLC (8738); RT Distributing, LLC (6096); RT Finance, LLC (7242); RT FL Gift Cards, Inc. (2189); RT Florida Equity, LLC (7159); RT Franchise Acquisition, LLC (1438); RT of Fruitland, Inc. (1103); RT Indianapolis Franchise, LLC (6016); RT Jonesboro Club (2726); RT KCMO Franchise, LLC (7020); RT Kentucky Restaurant Holdings, LLC (7435); RT Las Vegas Franchise, LLC (4969); RT Long Island Franchise, LLC (4072); RT of Maryland, LLC (7395); RT Michiana Franchise, LLC (8739); RT Michigan Franchise, LLC (8760); RT Minneapolis Franchise, LLC (2746); RT Minneapolis Holdings, LLC (7189); RT New England Franchise, LLC (4970); RT New Hampshire Restaurant Holdings, LLC (7438); RT New York Franchise, LLC (1154); RT Omaha Franchise, LLC (7442); RT Omaha Holdings, LLC (8647); RT One Percent Holdings, LLC (6689); RT One Percent Holdings II, LLC (2817); RT Orlando Franchise, LP (5105); RT Restaurant Services, LLC (7283); RT South Florida Franchise, LP (3535); RT Southwest Franchise, LLC (9715); RT St. Louis Franchise, LLC (6010); RT Tampa Franchise, LP (5290); RT Western Missouri Franchise, LLC (6082); RT West Palm Beach Franchise, LP (0359); RTTA, LP (0035); RTT Texas, Inc. (2461); RTTT, LLC (9194); Ruby Tuesday of Allegany County, Inc. (8011); Ruby Tuesday of Bryant, Inc. (6703); Ruby Tuesday of Columbia, Inc. (4091); Ruby Tuesday of Frederick, Inc. (4249); Ruby Tuesday of Linthicum, Inc. (8716); Ruby Tuesday of Marley Station, Inc. (1641); Ruby Tuesday of Pocomoke City, Inc. (0472); Ruby Tuesday of Russellville, Inc. (1601); and Ruby Tuesday of Salisbury, Inc. (5432). The Debtors’ mailing address is 333 East Broadway Ave., Maryville, TN 37804.

² Capitalized terms used but not otherwise defined herein have the meanings set forth in the Motion.

pursuant to sections 105(a) and 107(b) of the Bankruptcy Code, Bankruptcy Rule 9018, and Local Rule 9018-1, (a) authorizing the Debtors to file under seal certain contained in Exhibit 1 to the *Declaration of Alan Johnson in Support of Motion for an Order (I) Approving Key Employee Incentive Plan for Senior Leadership Employees; (II) Approving Key Employee Retention Plan for Participating Non-Insider Employees; and (III) Granting Related Relief* (the “Johnson Declaration”); and (b) granting such other and further relief as requested in the Motion or as the Court otherwise deems necessary or appropriate, all as more fully set forth in the Motion to Seal; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that the Court may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Motion to Seal in the Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having reviewed and considered the Motion to Seal; and the Court having determined that the legal and factual bases set forth in the Motion to Seal establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED that:

1. The Motion to Seal is GRANTED.
2. The Debtors are authorized to file certain information contained in Exhibit 1 to the Johnson Declaration under seal or on a redacted basis and such seal or redaction shall be maintained pursuant to Local Rule 9018-1. The sealed or redacted information contained in

Exhibit 1 to the Johnson Declaration shall remain strictly confidential and use of such information shall be subject to Local Rule 9018-1(e).

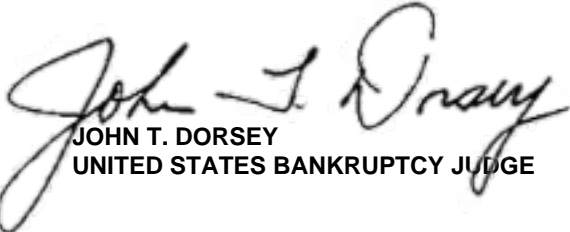
3. The confidential information contained in Exhibit 1 to the Johnson Declaration shall not be disseminated to anyone other than: (a) the Court; (b) counsel for the Committee; and (c) the Office of the United States Trustee for the District of Delaware, without either: (i) the express consent of the Debtors; or (ii) further order of the Court, which order shall not be granted without notice and an opportunity to object being provided to the Debtors. Such parties shall be bound by this Order and shall keep all confidential information in the Johnson Declaration strictly confidential and shall not disclose such contents thereof to any party whatsoever.

4. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

5. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion to Seal.

6. The Court retains jurisdiction with respect to all matters arising from or relating to the implementation, interpretation, and enforcement of this Order.

**Dated: January 22nd, 2021
Wilmington, Delaware**


**JOHN T. DORSEY
UNITED STATES BANKRUPTCY JUDGE**